

Position Title: Chairperson

Function:

The *Chair* shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

- Oversee board and executive committee meetings
- Serve as ex-officio member of all committees
- Work with the chief executive to make sure board resolutions are carried out
- Call special meetings if necessary
- Appoint all committee chairs, and with the chief executive, recommend who will serve on committees
- Assist chief executive in preparing agenda for board meetings
- Assist chief executive in conducting new board member orientation
- Oversee searches for a new chief executive
- Work with the nominating committee to recruit new board members
- Act as an alternate spokesperson for the organization
- Sign and deliver in the name of the corporation deeds, mortgages, bonds, contracts or other instruments pertaining to the business of the corporation, except in cases in which the authority to sign and deliver is required by law to be exercised by another person or is delegated by the articles, bylaws or Board to another officer or agent of the corporation.
- Reflect any concerns management has in regard to the role of the Board of Directors or individual Board members. Reflect to the chief executive the concerns of the Board of Directors and other constituencies.
- Present to the Board an evaluation of the organizational strength of the corporation.
- Coordinate an annual performance review of the chief executive and recommend salary for consideration by the appropriate committee.
- Annually focus the Board's attention on matters of institutional governance that relate to its own structure, role, and relationship to management. Be assured that the Board is satisfied it has fulfilled all of its responsibilities.
- Fulfill such other assignments as the Chairman and chief executive agree are appropriate and desirable for the Chairman to perform.
- Responsible for charging committees with work from the strategic plan.

Duties:

Planning

- Approve the mission statement and review management's performance in achieving it.
- Annually assess the environment and approve the Organization's strategy in relation to it.
- Annually review and approve the Organization's plans for funding its strategy.
- Review and approve the Organization's strategic financial goals.
- Annually review and approve the Organization's budget.
- Approve major policies.

Organizations

- Elect, monitor, appraise, advise, support, reward, and, when necessary, change top management.
- Be assured that management succession is properly being provided.
- Be assured that the status of organizational strength and staff planning is equal to the requirements of the long-range goals.
- Approve appropriate compensation and benefit policies and practices.
- Propose a slate of directors to members and fill vacancies as needed.
- Annually approve the Performance Review of the CEO and establish his/her compensation based on recommendations of the Personnel Committee and Chairman of the Board.
- Determine eligibility for and appoint Board Committees in response to recommendations of the Nominating Committee.
- Annually review the performance of the Board and take steps to improve its performance.

Operations

- Review the results achieved by management as compared with the Organization's philosophy, annual and long range goals, and the performance of similar organizations.
- Be certain that the financial structure of the Organization is adequate for its current needs and its long-range strategy.
- Provide candid and constructive criticism, advice, and comments.
- Approve major actions of the Organization, such as capital expenditures and major program and service changes.
- Actively contribute to the financial solvency of the Organization including, but not limited to fundraising, grant development, personal contributions, and/or revenue generation.

Audit

- Be assured that the Board and its committees are adequately and currently informed - through reports and other methods - of the condition of the Organization and its operations.
- Be assured that published reports properly reflect the operating results and financial condition of the Organization.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the Organization, and is diligently administering and enforcing those policies.
- Appoint independent auditors subject to approval by members.
- Review compliance with relevant material laws affecting the Organization.